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REDACTED – FOR PUBLIC INSPECTION

July 20, 2016

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20554

Re: Application of USCOC of Greater North Carolina, LLC and Horry Telephone Cooperative, Inc., for Consent To Assign License (WT Docket No. 16-154)

Dear Ms. Dortch:

Horry Telephone Cooperative, Inc. (“Horry”) hereby responds (the “Response”) to the Wireless Telecommunications Bureau General Information Request dated July 6, 2016 (“Request”).¹ The Request seeks information to assist the Federal Communications Commission (“FCC” or “Commission”) to complete its review of the application in the above-referenced proceeding.

The Request calls for Horry to submit certain information that is sensitive from a commercial, competitive, and financial perspective, and that Horry would not reveal in the ordinary course of business to the public or its competitors. Horry is submitting information on a Highly Confidential and Confidential basis pursuant to the Protective Order issued in this proceeding on July 6, 2016. The inadvertent inclusion of any material that is subject to an assertion of the attorney-client, attorney work-product, or other applicable privilege is not intended as a waiver of such privilege. Horry requests that any privileged material inadvertently produced be returned to Horry as soon as such inadvertent production is discovered by any party, and reserves all rights to seek the return of any such material.

¹ Letter from Jon Wilkins, Chief, Wireless Telecommunications Bureau, to Michael Hagg, Horry Telephone Cooperative, Inc., WT Docket No. 16-154 (July 6, 2016) and accompanying General Information Request.

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In the public version of the Response, Horry has redacted Highly Confidential Information and marked the redactions with “[BEGIN HORRY HIGHLY CONFIDENTIAL INFORMATION] . . . [END HORRY HIGHLY CONFIDENTIAL INFORMATION]”. Horry has also redacted from the public version of the Response Confidential Information and marked the redactions with “[BEGIN HORRY CONFIDENTIAL INFORMATION] . . . [END HORRY CONFIDENTIAL INFORMATION]”. The redacted public version of the Response is marked “REDACTED – FOR PUBLIC INSPECTION” and is being filed electronically in the Commission’s Electronic Comment Filing System. The Highly Confidential, unredacted Response is marked “HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO. 16-154 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION.” The Confidential, unredacted response is marked “CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO. 16-154 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION.” Both the Highly Confidential and Confidential versions of the response are being delivered to the Secretary. Additional copies of the unredacted Response are being delivered as instructed in the Request.

RESPONSE

Request:

1. Explain in detail the decision made by Horry to assign to USCC the Lower 700 MHz A Block spectrum that is the subject of this application, including any attempts made to enter into a sale of this spectrum or alternative arrangements with parties other than USCC.

Response:

Horry is a rural incumbent local exchange (“ILEC”) carrier and the country’s largest telephone cooperative that, among other things, provides local telephone service and broadband Internet service in rural areas in northeast South Carolina. Horry is in the process of deploying wireless service to select areas of South Carolina using its licensed Lower 700 MHz A Block spectrum (“700 MHz spectrum”).

[BEGIN HORRY CONFIDENTIAL INFORMATION]

[END

HORRY CONFIDENTIAL INFORMATION]

In December 2015, Horry consulted with, and engaged Alpina Capital, LLC (“Alpina”) to assist in a strategic review of Horry’s wireless operations and assets. Alpina is a FINRA-registered investment bank that has negotiated the sale of over 100 wireless systems and/or spectrum transactions since 2006. In addition, one of Alpina’s Managing Partners has substantial management experience operating, constructing, and financing wireless systems in rural markets. Alpina and Horry evaluated several business options regarding Horry’s wireless assets, and ultimately focused Alpina’s review and efforts on **[BEGIN HORRY HIGHLY CONFIDENTIAL INFORMATION]**

[END HORRY HIGHLY CONFIDENTIAL INFORMATION]

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In January 2016, Alpina contacted a selected group of potential buyers for a partitioned portion of the 700 MHz spectrum. Specifically, the following companies were approached by Alpina: **[BEGIN HORRY HIGHLY CONFIDENTIAL INFORMATION]**

[END HORRY HIGHLY CONFIDENTIAL INFORMATION] Potential bidders were invited to submit bids for a partitioned portion of the license.

[BEGIN HORRY HIGHLY CONFIDENTIAL INFORMATION]

[END HORRY HIGHLY CONFIDENTIAL INFORMATION] On February 29, 2016, Horry and USCOC executed a final license purchase agreement.

Please direct any questions regarding this Response to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Donald L. Herman, Jr.', with a long, sweeping flourish extending to the right.

Donald L. Herman, Jr.
Counsel for Horry Telephone Cooperative, Inc.